



Council of Governors Zoom Conference Meeting

Date: 23 April 2020
Time: 16.00 – 17.00
Location: Zoom Conference

Agenda

	1.0	STATUTORY/MANDATORY BUSINESS			
16.00	1.1	Welcome and apologies for absence	Verbal		Chairman
16.01	1.2	Declarations of interest	Verbal		Chairman
16.02	1.3	Minutes of previous meeting held on 30 January 2020	Paper	For Approval	Chairman
		1.3.1 Action Log and Governors' iLog*	Paper	For Information	Chairman
16.03	1.4	Draft Quality Report 2019/20, including Governor Commentary on the Quality Report	Verbal	For Information	Eliza Hermann, NED
16.05	1.5	Nominations and Remuneration Committee report	Paper	For Information	Chairman
		1.5.1 Terms of Reference	Paper	For Approval	Chairman
		1.5.2 Non-Executive Director configuration	Paper	For Approval	Chairman
16.10	1.6	COG sub-committees:			
		1.6.1 Membership and Engagement Sub-Committee Terms of Reference	Paper	For Approval	Chair of Membership Sub-Committee
		1.6.2 Quality Sub-Committee Terms of Reference	Paper	For Approval	Chair of Quality Sub-Committee
16.15	1.7	Coronavirus (COVID-19) Update	Verbal	For Information & Discussion	Chairman / Chief Executive Officer
	2.0	OTHER BUSINESS			
16.55	2.1	Any other business, including:			Chairman
		2.1.1 Forward plan*	Paper		
		2.1.2 Schedule of meetings 2020/21*	Paper		
		2.1.3 Governor attendance register*	Paper		
17.00	2.2	Date of next meeting – 23 July 2020, 16.00-18.00 Room A, West Middlesex Hospital			

*Items that have been starred will not be discussed, however, questions may be asked.



DRAFT
MINUTES OF COUNCIL OF GOVERNORS (CoG)
30 January 2020, 16.00 – 17.30
The Queens Club, Palliser Road, West Kensington, London, W14 9EQ

Present:	Sir Thomas Hughes-Hallett	Chairman	(THH)
	Richard Ballerand	Public Governor	(RB)
	Juliet Bauer	Patient Governor	(JB)
	Majid Bhatti	Staff Governor	(MB)
	Caroline Boulliat	Public Governor	(CB)
	Cass J. Cass-Horne	Public Governor	(CJCH)
	Tom Church	Patient Governor	(TC)
	Professor Nigel Davies	Public Governor	(ND)
	Christopher Digby-Bell	Patient Governor	(CDB)
	Dr Simon Dyer	Lead Governor/Patient Governor	(SD)
	Jodeine Grinham	Staff Governor	(JG)
	Angela Henderson	Public Governor	(AH)
	Anna Hodson-Pressinger	Patient Governor	(AHP)
	Elaine Hutton	Staff Governor	(EHu)
	Richard Jackson	Staff Governor	(RJ)
	Kush Kanodia	Patient Governor	(KK)
	Paul Kitchener	Public Governor	(PK)
	Thewodros Leka	Staff Governor	(TL)
	Anthony Levy	Public Governor	(AL)
	Johanna Mayerhofer	Public Governor	(JMa)
	Professor Mark Nelson	Staff Governor	(MN)
	David Phillips	Patient Governor	(DP)
	Jacquei Scott	Staff Governor	(JS)
	Dr Desmond Walsh	Appointed Governor	(DW)
	Laura Wareing	Public Governor	(LJW)
	Trusha Yardley	Public Governor	(TY)
In attendance:	Nick Gash	Non-executive Board member	(NG)
	Eliza Hermann	Non-Executive Director	(EHe)
	Jeremy Jensen	Non-Executive Director	(JJ)
	Virginia Massaro	Acting Chief Financial Officer	(VM)
	Ajay Mehta	Non-Executive Director	(AM)
	Pippa Nightingale	Chief Nursing Officer	(PN)
	Thomas Simons	Director of HR & OD	(TS)
	Serena Stirling (Minutes)	Director of Corporate Governance & Compliance	(SS)
	Vida Djelic	Board Governance Manager	(VD)
Apologies:	Nowell Anderson	Public Governor	(NA)
	Fiona O'Farrell	Public Governor	(FOF)
	Minna Korjonen	Patient Governor	(MK)
	Cllr Patricia Quigley	Local Authority Governor	(PG)
	Steve Gill	Non-Executive Director	(SG)
	Martin Lupton	Honorary Non-Executive Director	(ML)
	Dr Andy Jones	Non-Executive Director	(AJ)
	Nilkunj Dodhia	Non-Executive Director	(ND)
	Lesley Watts	Chief Executive Officer	(LWa)

1.0	STATUTORY/MANDATORY BUSINESS
1.1	<p>Election of new Governors Welcome and apologies for absence</p> <p>THH welcomed members and newly elected governors to the meeting.</p> <p>AH noted that this was her last meeting and has thoroughly enjoyed her time as a governor of the Trust. AH will be maintaining her links with the Trust as member of the CW+ charity Board of Trustees. As AH was elected and is now standing down, VD advised the Council that the constitution allows the next highest polling candidate to be approached for the position. The Council agreed that VD should contact the individual and initiate recruitment procedures.</p> <p>Action: THH to circulate a note to CoG to offer long standing governors the opportunity to mentor newly elected colleagues.</p> <p>Action: THH to write to Tom Pollack and staff governors who have recently left the Council, to thank them for their service and contribution.</p>
1.2	<p>Declarations of interest</p> <p>None declared.</p>
1.3	<p>Minutes of previous meeting held on 31 October 2019 Action Log and Governors' iLog</p> <p>Minutes of previous meeting – approved. Action Log and iLog – approved.</p>
1.4	QUALITY
1.4.1	<p>People & OD Committee Report Paper presented by NG and taken as read.</p> <p>AH enquired as to the themes which are most common in the 'Top Concerns' item on the agenda at the People and OD Committee. TS reported that workforce supply, turnover rates, and pensions and contract issues were most prevalent.</p> <p>AL asked what the Trust is doing about Bullying and Harassment, and Violence and Aggression towards staff from patients. PN described the Trust's work plan which includes security staff embedded exclusively in both Emergency Departments, open support sessions with staff, case reviews and learning, awareness posters, and a zero tolerance policy on aggression towards staff. MN enquired as to whether there really is a zero tolerance policy in the Trust. PN explained the importance of proportionality, in that patients with Dementia for example, are not displaying Violence and Aggression as intentional behaviour. PN reported that the policy is clear to staff, and that more red and yellow cards are being issued to patients and members of the public.</p> <p>KK asked what the Trust is doing about the higher rate of disciplinaries in the Black, Asian, Minority, Ethnic (BAME) workforce group. NG reported that the Staff Survey and Trust data demonstrated these issues which have informed a systematic work plan monitored by the Committee. There has been a review of disciplinary</p>

	<p>processes which has resulted in some improvements, and as a result, there has been a reduction in the number of formal disciplinarys for all staff. NG acknowledged that this was not just a transactional issue, but one of a wider cultural issue which is under review. NG reported that the organisation needed to take a step further and identify where in the organisation disciplinarys were occurring, and review the proportionality of these activities. NG confirmed that there is a move to have a BAME representative on all recruitment panels. THH stated that the Trust Board recently received training and development from the national Workforce Race Equality Standard Team and are taking it very seriously.</p> <p>KK enquired as to the level at which the Equality Act was embedded in the organisation e.g. Workforce Disability and Equality Standards. AM reported that this is not just a case of numbers and compliance, but one where the Trust needs to take a comprehensive review of the approach and processes.</p> <p>NG reported that the Trust has established a BAME Network group and will be replicating the same for other protected characteristics groups. EHu asked whether the HR Team has an in-house employment lawyer, and TS replied that this was not the case.</p> <p>AH noted that there were 29 risks in total and 18 rated 'high', and asked about the level of assurance for systems and processes in place to manage these risks. NG responded that Audit and Risk Committee has had an internal audit review on the Risk Assurance Framework and received 'Significant Assurance with opportunities for minor improvements', and that the systems and processes were deemed robust. In addition to this, the Audit and Risk Committee has also completed a Deep Dive in to the risk processes. The Trust Board sub-committees regularly review committee specific risks. The Trust Board will be developing a 'Risk Appetite Statement' this incoming financial year to support this work.</p> <p>Action: SG and TS to bring brief update on Disability work plan to next COG meeting.</p>
1.5	<p>Draft 2020/21 Annual Plan</p> <p>Presentation by JJ and VM on the 2020/21 draft operational plan.</p> <p>JJ stated that the final plan would be brought to the next COG meeting. VM reported that the annual plan is aligned with the STP plans, with the Trust's strategic priorities remaining the same: Quality, People and Use of Resources. TL enquired about the effect tariff changes may have on the Trust. VM reported that there will be some changes for this year, with the introduction of the new 28 day Cancer Fast Diagnosis standard, and the ED and RTT access standards are currently being reviewed. KK enquired that if the Centre were to remove the ED waiting times targets, would the Trust keep monitoring this activity. PN reported that it would as the Trust regards this as a marker of quality and patient experience.</p> <p>PN reported that the Quality Priorities will include Dementia Screening, Sepsis, Patient Feedback, Volunteers and Carer Support. EHe noted that the Quality Committee would review these early March.</p> <p>TS reported that there would be an update on the People Strategy at the April CoG meeting. This year there would be a focus on: Health and Well-being; Equality, Diversity and Inclusion; Leadership and Management; Talent Management; and improving transactional processes to improve staff experience. TL enquired about the approach to talent management. TS reported that medical leadership groups would be a priority for this work programme.</p> <p>VM reported that the Trust is forecasting a £11.9m surplus in line with the current plan, with an underlying deficit forecast of £17m. VM reported that whilst the underlying deficit is improving, Transaction Funding and Provider Sustainability Funding was due to end this financial year, which will adversely impact the organisation,</p>

and is currently being discussed with the Centre. JJ reported that the HIV/Sexual Health tariff has been reduced which has affected the deficit position, and the business plan for this service is being reviewed. THH remarked that the Trust has a tough two years ahead. VM reported that the Trust is benchmarking well against the peer group in terms of financial health, and that the Trust is continuing to find savings.

VM reported that the Trust is planning to spend £38m on the Capital Programme next financial year, which is a £4m increase from 2019/20. The NICU/ICU and Cerner EPR programmes were noted to be continuing in to 2020/21. The Treatment Centre on the Chelsea site and the Medical Equipment Replacement programme will be a key focus of the 2020/21 programme.

PK enquired as to how the annual plan fits with the overall strategic objectives. VM reported that the annual plan is Year One of the strategic plan, and is aligned to the overall Five Year Plan.

DW asked how serious the Trust is taking the Research and Development (R&D) agenda. THH reported that R&D is core to the strategic plan and is called 'Research and Innovation', aligned to an individual budget and work plan. JJ confirmed to the Council that there had been a comprehensive update on the Away Day before the meeting.

TY asked that with respect to the forecast, is the Trust assuming it will realise this through efficiencies or increased revenue. VM reported that this will be through efficiency and productivity improvements in the Trust's Cost Improvement Programme and pathway redesign programmes. VM confirmed that organisations should not keep slicing services; the focus must be on getting optimal pathways for high quality patient care. JJ reported that the balance between quality, performance and finance is crucial, as one often drives the other. JJ offered an example of where the Trust has invested in overseas recruitment and as a result, there has been reduced staff turnover, reduced agency spend, and higher quality of care being delivered. JJ reported that the savings target of £21m will be harder to achieve and should be done through transformation as 'low hanging fruit' opportunities have been achieved. JJ reported that the Trust needs to consider commercial development and other income generating opportunities. EHe highlighted that the Trust Board's first priority is always 'patient first' and if that means the Trust misses financial targets then that is what happens. THH reinforced that safety and quality must always come first. PN reported that each savings scheme goes through a Quality Impact Panel process to ensure there is not an adverse impact to quality and safety in an attempt to save money.

MB asked if the talent management programme will be extended to administration and clerical staff. TS reported that this is part of the appraisal process and objective setting. THH encouraged staff governors to raise the issue if this is not the case.

MN asked what the Trust's approach to R&D investment is currently. THH reported that the CW+ charity is raising money to invest in Research and Innovation. PN reported that the Trust has recruited nine research nurses, partly funded by Trust monies, and partly with Clinical Research Network funds. The Trust will also be recruiting a Professor of Nursing and Midwifery, partly funded by the Trust and partly by the CW+ charity.

THH reiterated that the Trust has an underlying deficit which means taking difficult decisions e.g. 'if we do X we have to stop doing Y', and that governors should feel welcomed to inform those decisions.

Action: VD to circulate presentation used for this item.

Action: JJ and VM to bring a paper to COG to demonstrate how investment activities have, and are supporting the delivery of the strategic objectives.

1.6

CoG Sub-Committees:

	<p>Membership Sub-Committee Report (November 2019) Quality Sub-Committee Report (December 2019)</p> <p>Membership Sub-Committee Report – taken as read – no comments.</p> <p>Quality Sub-Committee Report – LJW encouraged governors to get involved with Ward Accreditation. The Falls Steering Group was noted to be progressing well in the Trust.</p> <p>PK noted that the Council does not have a sub-committee on Finance. VD reported that there is a Representation Meeting bi-annually to discuss strategy and therefore finance. THH reflected that there had been individual sessions offered with the Chief Financial Officer to better understand the Trust finances. AH supported this by reporting that the Council wanted Deep Dives in this area and found them to be good in understanding a complex area. JJ noted that he did not think replicating the Trust Board sub-committees for the CoG was the correct approach, and required further consideration. THH reflected that the COG reviewed the Council structure less than a year ago, Briefing Events were created and engagement is low.</p> <p>Action: VD to circulate Quality Sub-Committee report.</p> <p>Action: SS to work with SD and JJ to review the options for informing governors on Trust finances, in the current accountability structure of the Council.</p>
1.7	<p>Disability Access Working Group</p> <p>TS reported that the group met 29th January 2020, and has made four recommendations:</p> <ul style="list-style-type: none"> • The Trust should carry out a full audit on the virtual environment, which the internal IT Team will complete, whilst seeking support from external charities with expertise in this area. • The Trust should complete a full audit the physical environment on both main hospital sites in order to inform compliance, workload prioritisation and expenditure decisions. • The Patient Experience Team will review the experience of our patients in the protected characteristics groups and develop a communication and training plan for staff to better support these patient groups. • Transport – free disabled car parking will remain at the Chelsea site, and there will be active engagement to secure funding to bring the West Middlesex site in to line with this arrangement, with a target date of 1st April. CD-B reported that the Trust is committed to ensuring compliance with access laws and wants to take further steps and lead the way for accessibility, being seen as a beacon of excellence. <p>KK noted that he could put TS in touch with charitable contacts who could support this work programme. JS asked whether patients who do not have formally recognised disabilities, but may still require some support e.g. respiratory patients who are breathless, if they can access similar transport support. TS reported that there are arrangements in place to support these individuals, but as the review of this work is progressed, this cohort of patients would be considered.</p>
2.0	<p>PAPERS FOR INFORMATION</p>
2.1	<p>Chairman’s Report</p> <p>Taken as read – no comments.</p>
2.2	<p>Chief Executive Officer’s Report</p> <p>Taken as read.</p> <p>AH enquired as to how the Cerner implementation on the Chelsea site has been progressing. THH asked that ND</p>

	<p>provide an update to the next meeting. AH remarked at the number of long serving staff who were commended in the CEO report and asked if the CoG could also recognise their contributions. THH agreed to write to these individuals on behalf of the CoG.</p> <p>Action: ND to provide a Cerner implementation update to the next COG meeting.</p> <p>Action: THH to write to long standing staff members on behalf of the CoG to thank them for their commitment and contribution to the organisation.</p>
2.3	<p>Performance and Quality Report, including: People Performance Report EU Exit update</p> <p>People Performance Report – taken as read - no comments. EU Exit update- taken as read - no comments.</p>
3.0	OTHER BUSINESS
3.1	<p>Questions from the governors and the public</p> <p>Taken as read – no comments.</p> <p>THH shared that he is currently completing a skill mix review of the Non-Executive Director (NED) group, to inform NED succession planning. THH reported that JJ has been a key contributor to the financial success of the Trust and that his last day will be 14th July. THH reported that he would discuss the plan for JJ’s role with the Lead Governor and March Nominations and Remunerations Committee.</p>
3.2	<p>Any other business, including: Forward Plan Schedule of Meetings 2020/21 Governor attendance register</p>
3.3	<p>Date of next meeting:</p> <p>23 April, 1600 – 1800hrs, followed by NED/Governor informal meeting, 1800 – 1900hrs, Boardroom, Chelsea and Westminster Hospital.</p>



Council of Governors – January 2020 Action Log

Meeting Date	Minute number	Action	Current status	Lead
Oct 2019	1.3.2	<u>Disability Access Working Group</u> Action: VD to circulate a copy of KK's letter to the Governors in advance of the next meeting.	Complete.	VD
January 2020	1.1	THH to circulate a note to CoG to offer long standing governors the opportunity to mentor newly elected colleagues.	Complete.	SS
		THH to write to Tom Pollack and staff governors who have recently left the Council, to thank them for their service and contribution.	Complete.	THH
	1.4.1	SG and TS to bring brief update on Disability work plan to next COG meeting.	Due to the impact of COVID-19 the meeting initially planned for 25 March was cancelled.	SG/TS
	1.5	VD to circulate the draft 2020/21 Annual Plan presentation used for this item.	Complete.	SS
		JJ and VM to bring a paper to COG to demonstrate how investment activities have, and are supporting the delivery of the strategic objectives.	SS – scheduled for July COG meeting.	JJ/VM
	1.6	VD to circulate Quality Sub-Committee report.	Complete.	VD
		SS to work with SD and JJ to review the options for informing governors on Trust finances, in the current accountability structure of the Council.	Complete – JJ has been in dialogue with PK and shared review of the touch points between governors and finance, and also a copy of the original paper where COG reset the dial on this and the current structure it should be comprehensive enough.	JJ/SS/SD

	2.2	ND to provide a Cerner implementation update to the next COG meeting.	SS – scheduled for July COG meeting.	ND
		THH to write to long standing staff members on behalf of the CoG to thank them for their commitment and contribution to the organisation.	Complete.	THH



Council of Governors Meeting, 23 April 2020

AGENDA ITEM NO.	1.5/Apr/20
REPORT NAME	Nominations and Remuneration Committee Minutes
AUTHOR	Serena Stirling, Director of Corporate Governance and Compliance
LEAD	Sir Thomas Hughes-Hallett, Chair
PURPOSE	To provide a record of actions and decisions made at the meeting.
SUMMARY OF REPORT	This paper outlines a record of the proceedings of the Nominations and Remuneration Committee meeting held on 17 March 2020.
KEY RISKS ASSOCIATED	None.
FINANCIAL IMPLICATIONS	None.
QUALITY IMPLICATIONS	None.
EQUALITY & DIVERSITY IMPLICATIONS	None.
LINK TO OBJECTIVES	All
DECISION/ ACTION	For information.



Minutes of the Council of Governors Nominations and Remuneration Committee
Held at 4.00pm on 17 March 2020 via teleconference

Present:	Sir Thomas Hughes-Hallett	Chair	(THH)
	Simon Dyer	Lead Governor	(SD)
	Richard Ballerand	Governor	(RB)
	Anthony Levy	Governor	(AL)
	Minna Korjonen	Governor	(MK)
	Laura Waring	Governor	(LW)
In attendance:	Jeremy Jensen	Non-Executive Director (NED)	(JJ)
	Lesley Watts	Chief Executive Officer	(LW)
	Tom Simons	Director of HR and OD	(TS)
	Serena Stirling	Director of Corporate Governance & Compliance	(SS)
Apologies:	David Philips	Governor	(DP)

GENERAL BUSINESS	
1.	Welcome and apologies for absence Apologies noted from David Philips.
2.	Declarations of Interest None declared.
3.	Terms of Reference review Agreed subject to one amendment. ACTION: SS to ensure consistency in terminology throughout the document with respect to patient and publicly elected governors. To go to April Council of Governor meeting for approval.
4.	Overview and proposal of Non-Executive Director configuration THH reminded the group that JJ's tenure ends in June 2020, in addition to Eliza Hermann and Andy Jones. It was noted that Steve Gill's first term ends on October 2020. THH noted that given the current COVID-19 situation, stability in the organisation was first priority. As an example, THH advised the group that the planned rotation of medical staff across specialities and hospitals within the NHS has been suspended to stabilise the national medical workforce over the coming weeks and months. Given that context, THH proposed the following to the governors for consideration and approval, to maintain stability in the leadership of the Trust and avoid confusion during this period:

	<ul style="list-style-type: none"> • All existing NEDs to remain as they are. • Extend JJ to September 2020. During this time, JJ remains as Deputy Chair, Senior Independent Director and Finance and Investment Committee Chair. • Propose Nilkunj Dodhia as JJ successor to Finance and Investment Committee Chair. JJ to start ‘training’ Nilkunj Dodhia. • Extend Eliza Hermann for 1 year until June 2021. • Extend Andy Jones until December 2020. • Renew Steve Gill’s tenure for another 3 years. • Plan another committee post-COVID to discuss a proposal for JJ’s successor as Deputy Chair and Senior Independent Director. <p>RB stated that this was a sound plan given the current situation. AL commented that given the unusual circumstances, this proposal could be supported.</p> <p>DECSION: Committee agreement to the proposal outlined above. To go to April Council of Governors meeting for formal approval.</p>
5.	<p>Succession plan for Deputy Chairman and Senior Independent Director</p> <p>THH advised the committee that given the previous item, consideration would be given to JJ’s successor over the coming months, with a committee meeting late June/early July, ahead of the 23rd July Council of Governors meeting, to discuss a proposal.</p> <p>DECSION: Committee agreement to the proposal outlined above. SS to schedule another committee meeting late June to discuss succession plan for Deputy Chairman and Senior Independent Director roles.</p>
6.	<p>Any other business</p> <p>RB asked if there was a more sophisticated system which could be used for virtual meetings other than teleconferences. LW advised that the Trust has procured licences for a web based system which would be used in due course.</p> <p>SS advised the group that all governors meetings for the foreseeable future would be virtual in light of the current COVID-19 situation. THH advised the committee that NEDs are staying away from the Trust, but are in regular contact with the Executive Team. THH and LW have regular telephone calls, and a weekly call between LW and the full NED group has been established.</p> <p>ACTION: SS to circulate a COVID-19 briefing to the Council of Governors 20th March.</p> <p><u>THH appraisal</u> The Committee agreed that this would be deferred to later in the year once the Corona Virus issue has subsided or normalised so that meaningful objectives for the following year can be set. Action: SS to defer THH’s appraisal to July Council of Governors.</p>
7.	<p>Date of next meeting</p> <p>TBC</p>



Council of Governors Meeting, 23 April 2020

AGENDA ITEM NO.	1.5.1/Apr/20
REPORT NAME	Nominations and Remuneration Committee Terms of Reference
AUTHOR	Serena Stirling, Director of Corporate Governance and Compliance
LEAD	Sir Thomas Hughes-Hallett, Chair
PURPOSE	To maintain good governance.
SUMMARY OF REPORT	<p>The Nominations and Remuneration Committee Terms of Reference were reviewed and updated by the Committee at its 17 March meeting, scheduled as a rolling programme of annual review.</p> <p>The Committee proposes the attached terms of reference.</p>
KEY RISKS ASSOCIATED	None.
FINANCIAL IMPLICATIONS	None.
QUALITY IMPLICATIONS	None.
EQUALITY & DIVERSITY IMPLICATIONS	None.
LINK TO OBJECTIVES	All
DECISION/ ACTION	For approval.



Non-Executive Director (NED) Nominations and Remuneration Committee

Terms of Reference

1. Constitution

The NED Nominations and Remuneration Committee is established as a Committee of the Chelsea and Westminster Hospital NHS Foundation Trust ('the Trust') Council of Governors.

The NED Nominations and Remuneration Committee will review these Terms of Reference on an annual basis as part of a self-assessment of its own effectiveness. Any recommended changes brought about as a result of the yearly review, including changes to the Terms of Reference, will require Council of Governors approval.

2. Authority

The NED Nominations and Remuneration Committee is directly accountable to the Council of Governors of the Trust.

3. Aims

The Committee shall:

- Advise the Council of Governors on any appointment and removal of Non-Executive Directors, including the Trust Chairman.
- Oversee all aspects of the appointment process for Non-Executive Directors and the approval of arrangements for the termination of Directorships and other major contractual terms.
- Make recommendations to the Council of Governors regarding the remuneration of Non-Executive Directors, including the Trust Chairman.

The Committee will operate in accordance with principles outlined in the Monitor Code of Governance and any other relevant guidance from its successor, NHS Improvement, or from CQC and NHS England

4. Objectives

The NED Nominations and Remuneration Committee will:

4.1 Further the objectives and values of the Trust.

4.2 Non-Executive Director appointments

- Make recommendations to the Council of Governors on the recruitment, selection and appointment of the Chairman and Non-Executive Directors.

- Review the procedure for the recruitment and selection of the Chairman and Non-Executive Directors.
- Select a shortlist for interview of Chairman and/or Non-Executive Director candidates in accordance with the person specifications from the approved Trust candidate list.

4.3 **Performance Appraisal**

- Provide assurance to the Council of Governors on the Chairman's appraisal of the performance of each Non-Executive Director on an annual basis as part of the Non-Executive Director appraisal process.
- Provide assurance to the Council of Governors on the Senior Independent Director's appraisal of the Chairman.
- Assist in the designing of performance assessments for use in the Council of Governors' appraisal of the Board collectively and of Non-Executive Directors individually.

4.4 **Remuneration**

- Keep under review the fee scales for the Chairman and Non-Executive Directors, having due regard to market conditions, other FT Trust scales and national benchmarking information.
- To review Non-Executive Director allowances such as travel and mileage: telephone calls: printing and stationery and any other related allowances for the Chairman and Non-Executive Director.
- Make recommendations to the Council of Governors on the fees and allowances for the Chairman and Non-Executive Directors.

4.5 **Succession Planning**

- Evaluate, at least annually, the balance of skills, knowledge and experience on the board of directors and, in the light of this evaluation, prepare a description of the role and capabilities required for appointment of future Non-Executive Directors, including the Chairman.
- Regularly review the structure, size and composition (including the skills, knowledge and experience) required of the Board and make recommendations to the Board as appropriate.

5. Method of working

The NED Nominations and Remuneration Committee will have a standard agenda. At every meeting, the following item headings will be on the agenda:

Standard Items

1. Apologies for absence
2. Declarations of interest
3. Minutes of the previous meeting

4. Business to be transacted by the Committee (which is likely to comprise multiple agenda items)
5. Any other business
6. Date of next meeting

All Minutes of the NED Nominations and Remuneration Committee will be presented in a standard format. All meetings will receive an action log (detailing progress against actions agreed at the previous meeting) for the purposes of review and follow-up.

6. Membership

The membership of the NED Nominations and Remuneration Committee comprises three public, two patient Governors, the Lead Governor and the Trust Chairman.

The Trust Chairman will, ordinarily, Chair the Committee. Where the Committee's business includes discussion with regard to the Chairman role, the Senior Independent Director will Chair the meeting.

The Committee may choose to invite other members of staff to act as advisors to the Committee (eg Chief Executive, Executive Director with responsibility for HR and Company Secretary), where appropriate. In addition, an independent external adviser may be invited to attend for all or part of any meeting, as and when appropriate. An independent external adviser should not be a member of or have a vote on the nominations committee.

The Company Secretary will ordinarily attend meetings of the Committee in order to take minutes, unless this is considered inappropriate given the nature of discussions.

7. Quorum

The quorum will be three elected Governors and the Trust Chairman or Senior Independent Director.

8. Frequency of Meetings

The NED Nominations and Remuneration Committee will meet at least on a biannual basis, with further meetings being arranged where necessary to undertake specific items of business relating to the Committee's duties.

Members are expected to attend a minimum of 75% of Committee meetings throughout the year.

9. Secretariat

Minutes and agenda to be circulated by the Company Secretary or equivalent.

10. Reporting lines

All recommendations made by the Committee will be presented to the Council of Governors for approval.

11. Openness

The agenda, papers and minutes of the NED Nominations and Remuneration Committee are considered to be confidential.

Approved: 09 September 2015

Reviewed: 19 July 2017

Approved: 19 July 2017

Reviewed: 20 June 2018

Approved: 26 July 2018

Reviewed: 27 June 2019

Approved: 25 July 2019

Reviewed: 17 March 2020

Approved:



Council of Governors Meeting, 23 April 2020

AGENDA ITEM NO.	1.5.2/Apr/20
REPORT NAME	Non-Executive Director configuration
AUTHOR	Serena Stirling, Director of Corporate Governance and Compliance
LEAD	Sir Thomas Hughes-Hallett, Chair
PURPOSE	To share Non-Executive Director configuration as supported by the Council of Governors Nominations and Remuneration Committee.
SUMMARY OF REPORT	<p>The attached paper provides an overview and proposal of Non-Executive Director configuration which was initially presented and agreed by the Council of Governors Nominations and Remuneration Committee at its 17 March meeting.</p> <p>As recorded in the minutes of 17 March Committee meeting, the Committee recommends the following proposals for approval by the Council of Governors:</p> <ol style="list-style-type: none">1. All existing NEDs to remain as they are.2. Extend JJ to September 2020. During this time, JJ remains as Deputy Chair, Senior Independent Director and Finance and Investment Committee Chair.3. Propose Nilkunj Dodhia as JJ successor to Finance and Investment Committee Chair. JJ to start 'training' Nilkunj Dodhia.4. Extend Eliza Hermann for 1 year until June 2021.5. Extend Andy Jones until December 2020.6. Renew Steve Gill's tenure for another 3 years.7. Plan another committee post-COVID to discuss a proposal for JJ's successor as Deputy Chair and Senior Independent Director.
KEY RISKS ASSOCIATED	None.
FINANCIAL IMPLICATIONS	None.
QUALITY IMPLICATIONS	None.

EQUALITY & DIVERSITY IMPLICATIONS	None.
LINK TO OBJECTIVES	All
DECISION/ ACTION	For approval.

Non-Executive Director (NED) configuration

March 2020



Non Executive Director Skills Matrix (as of January 2020)

A skills matrix is an efficient tool to identify the overall expertise, knowledge, experience and competencies of the board. A skills matrix offers insight into board composition, and can be used to inform succession planning. The current group of NEDs have identified their skills mix below:

	Operational Finance & Audit	Corporate Finance & Restructuring	Operational Management	Communications & Marketing	HR & OD	Legal	Clinical	Property & Capital Programmes	IT & Information Management	Commercial Development/ Partnership	Third Sector
Sir Tom Hughes-Hallet (Chair)											
Jeremy Jensen (Deputy Chair & Senior Independent Director)	X	X	X					X	X	X	X
Eliza Hermann	X			X	X					X	X
Dr Andy Jones	X		X				X	X	X		
Nilkunj Dodhia	X	X	X						X	X	
Nick Gash	X		X	X	X	X (not primary)	X (not primary)				X
Stephen Gill	X	X	X	X	X				X	X	X
Aman Dalvi	X	X	X		X			X		X	X
Ajay Mehta			X		X		X (not primary)				X

Current NED membership of Board Committees

Nominations and Remuneration Committee	Audit & Risk Committee	Quality Committee	Finance & Investment Committee	People and OD Committee
Sir Thomas Hughes-Hallett (Chair) Aman Dalvi Nilkunj Dodhia Nick Gash Stephen Gill Eliza Hermann Jeremy Jensen Dr Andrew Jones Ajay Mehta	Nick Gash (Chair) Eliza Hermann Dr Andrew Jones	Eliza Hermann (Chair) Nilkunj Dodhia Dr Andrew Jones Ajay Mehta	Jeremy Jensen (Chair) Aman Dalvi Nilkunj Dodhia Stephen Gill	Stephen Gill (Chair) Nick Gash Ajay Mehta Martin Lupton (non-voting Board member)

2020/21 Terms of Office - risks

NED	Responsibilities	Expiry date
Jeremy Jensen	Deputy Chair Senior Independent Director Finance and Investment Committee Chair Qualified accountant	June 2020
Eliza Hermann	Quality Committee Chair Member of Audit and Risk Committee	June 2020
Dr Andy Jones	Clinical NED Member of Audit and Risk Committee Member of Quality Committee	June 2020
Stephen Gill	People and OD Chair Member of Finance and Investment Committee Qualified accountant	Oct 2020



Considerations

- According to The NHS Foundation Trust Code of Governance, Audit and Risk Committee (ARC), and Finance and Investment Committee (FIC), require individuals with significant financial experience, and where possible, this is best fulfilled by qualified accountants.
- ARC should be composed of at least three members who are all independent Non-Executive Directors, ensuring that at least one member of the ARC has recent and relevant financial experience. The Chairman of the Trust should not chair or be a member of the ARC.
- In consultation with the Council of Governors, the Board should appoint one of the independent Non-Executive Directors to be the Senior Independent Director to provide a sounding board for the Chairman, and to serve as an intermediary for the other directors when necessary. The Senior Independent Director could be the Deputy Chairman.

Proposal

NED tenures

- Extend Jeremy Jensen to September 2020
- Extend Eliza Hermann for 1 year until June 2021.
- Extend Andy Jones until December 2020.
- Renew Steve Gill's tenure for another 3 years.

FIC Chairman

- The departure of Jeremy Jensen leaves the Deputy Chairman, Senior Independent Director and FIC Chairman roles vacant. It also removes one qualified account from the NED group, leaving two, Steve Gill and Nilkunj Dodhia.
- Steve Gill is a current sub committee Chairman (POD), which has gained stability and direction with this leadership. Nilkunj Dodhia is the obvious candidate to take on FIC Chairman role.

ARC accountant contribution

- Audit and Risk Committee is currently without an accountant. The opportunity exists to move Steve Gill from FIC to Audit and Risk Committee, and move Andy Jones from Audit and Risk Committee to FIC.





Council of Governors Meeting, 23 April 2020

AGENDA ITEM NO.	1.6.1/Apr/20
REPORT NAME	COG Membership and Engagement Sub-Committee Terms of Reference
AUTHOR	Vida Djelic, Board Governance Manager
LEAD	David Philips, Chair
PURPOSE	To maintain good governance.
SUMMARY OF REPORT	<p><u>Membership and Engagement Sub-Committee Terms of Reference</u></p> <p>The Terms of Reference were updated and reviewed by the sub-committee in March via e-governance, scheduled as a rolling programme of annual review.</p> <p>The changes include:</p> <ul style="list-style-type: none">• Minor administrative improvements and job titles updated. <p>The sub-committee proposes the attached terms of reference for approval.</p> <p><u>Membership Engagement and Communication Action Plan</u></p> <p>It should be noted that the Action Plan review is scheduled for 21 May Membership Engagement and Communication Sub-Committee meeting and is currently under review. An update on the Action Plan will be provided at the July Council of Governors meeting.</p>
KEY RISKS ASSOCIATED	None.
FINANCIAL IMPLICATIONS	None.
QUALITY IMPLICATIONS	None.
EQUALITY & DIVERSITY IMPLICATIONS	None.
LINK TO OBJECTIVES	All

DECISION/ ACTION	<ul style="list-style-type: none">• Membership and Engagement Sub-Committee Terms of Reference: For approval.• Membership Engagement and Communication Action Plan: For noting.
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**Council of Governors' Membership and Engagement
Sub-Committee**

Terms of Reference

1.0 Authority

1.1 The Council of Governors' Membership and Engagement Sub-Committee is constituted as a Sub-Committee of the Council of Governors under Standing Orders 4 and 5 of Annex 7 to the Trust Constitution. The purpose of the Sub-Committee is to assist the Council of Governors to implement and develop the Trust's Membership Recruitment, Engagement and Communications Strategy and to facilitate communication between the Trust's members and the Council of Governors.

1.2 Its terms of reference shall be as set out below and shall not be amended, revoked or replaced except by a resolution passed at a general meeting of the Council of Governors.

2.0 Role

2.1 The Council of Governors' Membership and Engagement Sub-Committee shall be responsible for providing advice and support on:

- a) the production of material to recruit new members for the Trust and to engage members in the work of the Trust;
- b) the content of the material on the hospital's website and publicity materials for use across the hospital sites and within the community;
- c) the use of the Council of Governors' budget for the implementation and development of the Trust's Membership Recruitment, Engagement and Communications Strategy, membership engagement and communication calendar of events and membership recruitment calendar of events;
- d) ensuring that publicity material is written in plain English, free of jargon and unexplained acronyms.

2.2 The Council of Governors shall not delegate any of its powers to the Sub-Committee and the Sub-Committee shall not exercise any of the powers of the Council of Governors.

3.0 Membership of the Sub-Committee

3.1 The Sub-Committee shall comprise 9 elected Governors from the public, patient and staff constituencies who are concerned with the implementation and development of the Trust's Membership Recruitment, Engagement and Communications Strategy.

3.2 The following Trust staff shall be members of the Sub-Committee::

- a) The Director of Corporate Governance & Compliance
- b) The Director of Communications or suitable deputy
- c) The Membership Officer
- d)
- e) The Board Governance Manager

- g) In addition, the Sub-Committee may invite other people to attend including those from an external organisation

4.0 Quorum

- 4.1 A quorum shall comprise:
- (1) 3 Governors
 - (2) 2 trust staff: one of either Director of Corporate Governance & Compliance, or Board Governance Manager and Membership Officer.

5.0 Frequency of meetings

- 5.1 The Sub-Committee shall meet twice per year and shall report to the Council of Governors after each meeting.

6.0 Attendance requirements

- 6.1 The Sub-Committee members are expected to attend a minimum one out of two meetings in a year.

7.0 Planning and administration of meetings

- 7.1 The Sub-Committee shall elect from its membership, a Governor to serve as Chairman to serve for term agreed by the Sub-Committee. The Chairman will be eligible for re-election after the term has expired.
- 7.2 The Sub-Committee shall elect from its membership, a Governor to serve as a Deputy Chairman who will be appointed at the same time as the Chairman.
- 7.3 The Membership Officer will support the planning of the Sub-Committee.
- 7.4 The Membership Officer will act as secretary to the Sub-Committee.
- 7.5 The Membership, Engagement and Communications and Recruitment Plans will be agreed by the Sub-Committee and ratified by the Council of Governors.

8.0 Review

- 8.1 The terms of reference of the Sub-Committee shall be reviewed by the Council of Governors annually.

Reviewed by the Membership and Engagement Sub-Committee on 20 April 2017

Approved by the Council of Governors on 18 May 2017

Reviewed by the Membership and Engagement Sub-Committee on 19 April 2018

Approved by the Council of Governors on 17 May 2018

Reviewed by the Membership and Engagement Sub-Committee on 31 January 2019

Approved by the Council of Governors on 25 April 2019

Reviewed by the Membership and Engagement Sub-Committee on 25 March 2020



Council of Governors Meeting, 23 April 2020

AGENDA ITEM NO.	1.6.2/Apr/20
REPORT NAME	COG Quality Sub-Committee Terms of Reference
AUTHOR	Vida Djelic, Board Governance Manager
LEAD	Laura Wareing, Chair
PURPOSE	To maintain good governance.
SUMMARY OF REPORT	<p><u>Quality Sub-Committee Terms of Reference</u></p> <p>The Terms of Reference were updated and reviewed by the sub-committee in March via e-governance, scheduled as a rolling programme of annual review.</p> <p>The changes include:</p> <ul style="list-style-type: none">• Minor administrative improvements and job titles updated. <p>The sub-committee proposes the attached terms of reference for approval.</p>
KEY RISKS ASSOCIATED	None.
FINANCIAL IMPLICATIONS	None.
QUALITY IMPLICATIONS	None.
EQUALITY & DIVERSITY IMPLICATIONS	None.
LINK TO OBJECTIVES	All
DECISION/ ACTION	For approval.



**Council of Governors' Quality Sub-Committee
Terms of Reference**

1.0 Authority

- 1.1 The Council of Governors' Quality Sub-Committee is constituted as a Sub-Committee of the Council of Governors under Standing Orders 4 and 5 of Annex 7 to the Trust Constitution.
- 1.2 Its terms of reference shall be as set out below and shall not be amended, revoked or replaced except by a resolution passed at a general meeting of the Council of Governors.

2.0 Aim

- 2.1 The aim of this Sub-Committee is to monitor and enquire into all aspects of the quality of services provided in the Trust's hospitals, providing key stakeholder input into the development and implementation of the Trust's quality programme, including safety, effectiveness and patient experience.

3.0 Role

- 3.1 To identify priorities for quality improvement in line with national and local initiatives.
- 3.2 To contribute to the structure and content of the Quality Account, within the required framework, to ensure it is clearly and well-presented and can be understood by all stakeholders, including developing agreed metrics.
- 3.3 To advise on communication of the Quality Account, and quality initiatives, including meeting the needs of a range of patients.
- 3.4 To identify ways in which stakeholders can be involved in the quality programme e.g. safety walkabouts, advising on leaflets.
- 3.5 To champion the patient's experience and encourage and advise on patient involvement.
- 3.6 To identify areas where there is particular added value from stakeholders.
- 3.7 To encourage the quality of staff performance through the Quality Awards scheme.
- 3.8 To obtain the lay perspective on assurance of quality.
- 3.9 To link in to work of the Board's Quality Committee.
- 3.10 The Council of Governors shall not delegate any of its powers to the Sub-Committee and the Sub-Committee shall not exercise any of the powers of the Council of Governors.

4.0 Membership of the Sub-Committee

- 4.1 The Sub-Committee shall comprise both elected and appointed governors.
- 4.2 The following Trust staff shall be members of the Sub-Committee:
 - a) The Chief Nursing Officer or a suitable deputy
 - b) The Chief Medical Officer or a suitable deputy
 - c) The Director of Quality Governance or a suitable deputy

d) The Director of Corporate Governance & Compliance

In attendance:

- Board Governance Manager
- Membership Officer
- Other Trust staff maybe be invited to attend

5.0 Quorum

5.1 A quorum shall comprise at least one of the Director of Corporate Governance & Compliance, Chief Medical Officer or Chief Nursing Officer and three Governors.

6.0 Frequency of Meetings

6.1 The Sub-Committee shall meet four times per year and shall report to the Council of Governors after each meeting.

7.0 Attendance requirements

7.1 Sub-Committee members are expected to attend two thirds of the meetings in a year.

8.0 Administration of the Meeting

8.1 This will be undertaken by the Board Governance Manager.

9.0 Review

9.1 The terms of reference of the sub-committee shall be reviewed by the Council of Governors at least annually.

Reviewed by the Quality Sub-Committee on 19 April 2017

Approved by the Council of Governors at 18 May 2017

Reviewed by the Quality Sub-Committee on 20 April 2018

Approved by the Council of Governors at 17 May 2018

Reviewed by the Quality Sub-Committee on 1 February 2019

Approved by the Council of Governors at 25 April 2019

Reviewed by the Quality Sub-Committee on 26 March 2020



Council of Governors Forward Plan

	30 January 2020 AWAY DAY (incl. NED / Governor Strategy and Representation Group)	30 January 2020 Council of Governors	12 March 2020 Briefing Session – performance, quality workforce & finance
Statutory/Mandatory Business	<ul style="list-style-type: none"> • Announcement of Election results • Current position • Directors achievements (HSJ Video) and question session • How the digital agenda supports patient pathway • Showcase: Innovation • Strategy <ul style="list-style-type: none"> ○ Understanding our patients and public ○ Shaping of London ○ North West London HCP Plan ○ Our Clinical Services Strategy framework • Findings from the COG effectiveness survey • Council of Governors engagement 	<ul style="list-style-type: none"> • Announcement of Election results • Minutes of Previous Meeting, including Action Log and iLog • Quality: People & OD Committee Report to the Council of Governors (SG) • Draft 2020/21 Annual Plan • Disability Access Working Group – update • Quality Sub-Committee Report • Membership Sub-Committee Report 	<ul style="list-style-type: none"> • Finance
Papers for Information		<ul style="list-style-type: none"> • Chairman’s Report • Chief Executive Officer’s Report • Performance & Quality Report, including Workforce Performance Report 	
Other Business		<ul style="list-style-type: none"> • Questions from the governors and the public • Forward plan • Schedule of meetings • Governor attendance register • Any other business 	<ul style="list-style-type: none"> •

	02 April 2020 NED/Governor Strategy and Representation Group CANCELLED	23 April 2020 Council of Governors Teleconference	28 May 2020 Briefing Session – performance, quality workforce & finance
Statutory/Mandatory Business	<ul style="list-style-type: none"> Annual Plan 	<ul style="list-style-type: none"> Minutes of Previous Meeting, including Action Log Draft Quality Report 2018/20 and Governor Commentary Nominations and Remuneration Committee Report, including Terms of Reference (for approval); NED configuration paper (for approval); Membership Sub-Committee Terms of Reference (for approval) Quality Sub-Committee Terms of Reference (for approval) Coronavirus (COVID-19) Update 	<ul style="list-style-type: none"> Performance & Quality
Papers for Information	<ul style="list-style-type: none"> 	<ul style="list-style-type: none"> 	<ul style="list-style-type: none">
Other Business	<ul style="list-style-type: none"> 	<ul style="list-style-type: none"> Any other business Forward plan Schedule of meetings Governor attendance register 	<ul style="list-style-type: none">

	23 July 2020 Council of Governors	24 September 2020 Briefing Session – performance, quality workforce & finance	29 October 2020 Council of Governors
Statutory/Mandatory Business	<ul style="list-style-type: none"> Chairman’s Appraisal PRIVATE Minutes of Previous Meeting, including Action Log Quality: Finance & Investment Committee Report to Council of Governors (JJ) Annual Plan submission to NHSI, including Month 12 Financial Position Quality: Audit and Risk Committee Report to Council of Governors (NG) Nominations and Remuneration Committee Report: Succession plan for Deputy Chairman and Senior Independent Director 	<ul style="list-style-type: none"> Regulatory 	<ul style="list-style-type: none"> Minutes of Previous Meeting, including Action Log Quality: Quality Committee Report to Council of Governors (EH) Governors Away Day November 2020-plan
Papers for Information	<ul style="list-style-type: none"> Chairman’s Report Chief Executive Officer’s Report Performance & Quality Report, including Workforce Performance Report Quality Sub-Committee Report Membership Sub-Committee Report Investment alignment to Strategic Objectives Disability Work plan update (SG/TS) Cerner implementation update (ND) Governance of capital expenditure 	<ul style="list-style-type: none"> 	<ul style="list-style-type: none"> Chairman’s Report Chief Executive Officer’s Report Performance & Quality Report, including Winter Preparedness; Workforce Performance Report; Governors Elections 2020 – update Quality Sub-Committee Report Membership Sub-Committee Report
Other Business	<ul style="list-style-type: none"> Questions from the governors and the public Froward plan Schedule of meetings Governor attendance register Any other business 	<ul style="list-style-type: none"> 	<ul style="list-style-type: none"> Questions from the governors and the public Froward plan Schedule of meetings Governor attendance register Any other business

	26 November 2020 AWAY DAY NED/Governor Strategy and Representation Group	10 December 2020 Briefing Session – performance, quality workforce & finance	28 January 2021 Council of Governors
Statutory/Mandatory Business	<ul style="list-style-type: none"> • Announcement of Election results • Strategy • Finance • Accountability • COG Effectiveness evaluation 	<ul style="list-style-type: none"> • Finance 	<ul style="list-style-type: none"> • Announcement of Election results • Minutes of Previous Meeting, including Action Log • Quality: People & OD Committee Report to the Council of Governors (SG) • Draft 2020/21 Annual Plan • Quality Sub-Committee Report • Membership Sub-Committee Report
Papers for Information	<ul style="list-style-type: none"> • 	<ul style="list-style-type: none"> • 	<ul style="list-style-type: none"> • Chairman’s Report • Chief Executive Officer’s Report • Performance & Quality Report, including Workforce Performance Report
Other Business	<ul style="list-style-type: none"> • 	<ul style="list-style-type: none"> • 	<ul style="list-style-type: none"> • Questions from the governors and the public • Forward plan • Schedule of meetings • Governor attendance register • Any other business

High Level Meetings 20/21

	Apr-20	May-20	Jun-20	Jul-20	Aug-20	Sep-20	Oct-20	Nov-20	Dec-20	Jan-21	Feb-21	Mar-21
Board PUBLIC		07-May 11.00-13.30 CW Boardroom		02-Jul 11.00-13.30 WM Room A		03-Sep 11.00-13.30 CW Boardroom		05-Nov 11.00-13.30 WM Room A		07-Jan 11.00-13.30 CW Boardroom		04-Mar 11.00-13.30 WM Room A
Lead Governor & COG Informal Meeting				23-Jul 15.00-16.00 WM Room A			29-Oct 15.00-16.00 CW Boardroom			28-Jan 15.00-16.00 CW Boardroom		
Council of Governors	23-Apr 16.00-17.00 Teleconference T: 02033154567 Pin: 553040			23-Jul 16.00-18.00 WM Room A			29-Oct 16.00-18.00 CW Boardroom			28-Jan 16.00-18.00 WM Room A		
COG Away Day 2020								26-Nov 10.00-16.00 Venue: TBC				
Annual Members' Meeting						03-Sep 17.00-18.30 CW Restaurant						
NED/COG Informal Meeting	23-Apr CANCELLED 18.00-19.00						29-Oct 18.00-19.00 CW Boardroom					
COG Agenda Sub-Committee			18-Jun 16.00-17.00 CW Boardroom			24-Sep 15.00-16.00 CW Boardroom			17-Dec 15.00-16.00 CW Boardroom			25-Mar 16.00-17.00 CW Boardroom
COG Quality Sub-Committee			26-Jun 10.00-12.00 CW Boardroom			11-Sep 10.00-12.00 CW Boardroom			4-Dec 10.00-12.00 CW Boardroom			26-Mar 10.00-12.00 WM Room A
COG Membership & Engagement Sub-Committee		14-May 10.30-12.30 WM Room A						19-Nov 10.30-12.30 CW Boardroom				
NED/Governor Strategy and Representation Group	02-Apr CANCELLED 16.00-17.00 CW Boardroom							26-Nov Part of Away Day				
Briefing sessions – performance, workforce, finance & quality		28-May 16.00-17.00 CW Boardroom				24-Sep 16.00-17.00 CW Boardroom			10-Dec 16.00-17.00 CW Boardroom			11-Mar 16.00-17.00 CW Boardroom

Bank Holidays 2020/21: 10 Apr; 13 Apr; 8 May; 25 May; 31 Aug; 25 Dec; 28 Dec; 1 Jan;



Council of Governors – Attendance Record 2019/20

Governor	Category	Constituency	24.04.18	27.07.18	31.10.19	30.01.20	TOTAL	30.01.20 Away Day
Nowell Anderson	Public	Hounslow	X	✓	✓	X	2/4	0/1
Richard Ballerand	Public	Kensington and Chelsea	✓	X	✓	✓	3/4	1/1
Juliet Bauer	Patient		X	✓	✓	✓	3/4	1/1
Cass J. Cass-Horne	Public	City of Westminster	N/A	N/A	N/A	✓	1/1	1/1
Tom Church	Patient		X	✓	✓	✓	3/4	1/1
Nigel Davies	Public	Ealing	✓	X	✓	✓	3/4	1/1
Christopher Digby-Bell	Patient		✓	✓	✓	✓	4/4	1/1
Simon Dyer	Patient		✓	✓	✓	✓	4/4	1/1
Anna Hodson-Pressinger	Patient		✓	✓	✓	✓	4/4	1/1
Elaine Hutton	Public	Wandsworth	✓	X	✓	✓	2/3	1/1
Richard Jackson	Staff	Support, Administrative and Clerical	N/A	N/A	N/A	✓	1/1	1/1
Jodeine Grinham	Staff	Contracted	X	X	X	✓	1/4	0/1
Kush Kanodia	Patient		✓	✓	✓	✓	4/4	1/1
Paul Kitchener	Public	Kensington and Chelsea	✓	✓	✓	✓	4/4	1/1
Minna Korjonen	Patient		✓	✓	✓	X	3/4	0/1

Thewodros Leka	Staff	Allied Health Professionals, Scientific and Technical	N/A	N/A	N/A	✓	1/1	0/1
Anthony Levi	Public	City of Westminster	N/A	N/A	N/A	✓	1/1	1/1
Johanna Mayerhofer	Public	London Borough of Richmond upon Thames	✓	X	✓	✓	3/4	1/1
Mark Nelson	Staff	Medical and Dental	✓	X	X	✓	2/4	1/1
Fiona O'Farrell	Public	London Borough of Richmond upon Thames	✓	✓	✓	X	3/4	0/1
David Phillips	Patient		✓	✓	✓	✓	4/4	1/1
Clr Patricia Quigley	Appointed	London Borough of Hammersmith and Fulham	✓	✓	X	X	2/4	0/1
Jacquei Scott	Staff	Nursing and Midwifery	X	✓	X	✓	2/4	1/1
Dr Desmond Walsh	Appointed	Imperial College	✓	✓	X	✓	3/4	1/1
Laura Wareing	Public	Hounslow	✓	✓	X	✓	3/4	1/1
Trusha Yardley	Public	London Borough of Hammersmith and Fulham	N/A	N/A	N/A	✓	1/1	1/1
Sonia Samuels (Governor until 27.07.19)	Public	City of Westminster	X	X	N/A	N/A	0/2	N/A
Chisha McDonald (Governor until 28.11.19)	Staff	Allied Health Professionals, Scientific and Technical	✓	✓	✓	N/A	3/3	N/A
Jennifer Parr (Governor until 28.11.19)	Staff	Management	✓	✓	X	N/A	2/3	N/A
Tom Pollak (Governor until 28.11.19)	Public	Wandsworth	✓	✓	✓	N/A	3/3	N/A

Angela Henderson (Governor until 31.01.20)	Public	Hammersmith and Fulham	✓	✓	✓	✓	4/4	1/1
Majid Bhatti (Governor until 20.03.20)	Staff	Management	N/A	N/A	N/A	✓	1/1	1/1